

The Honorable James L. Robart

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF WASHINGTON
AT SEATTLE

SOARING HELMET CORPORATION, a
Washington corporation,

Plaintiff,

v.

NANAL, INC., d/b/a LEATHERUP.COM, a
Nevada corporation, and GOOGLE INC., a
Delaware corporation,

Defendants.

No. C09-789-JLR

DECLARATION OF ALBERT
BOOTESAZ IN SUPPORT OF MOTION
OF DEFENDANT NANAL, INC. TO SET
ASIDE DEFAULT

I, Albert Bootesaz, on oath declare and state as follows:

1. I am an employee of Nanal, Inc. I am its President. As such, I have responsibility for marketing. I have personal knowledge of the facts stated below. I am over the age of 18 and, if called upon to testify, could testify competently to the matters stated herein.

2. Nanal, Inc. does business as LeatherUp.com. LeatherUp.com participates in the Google AdWords advertising program that allows participants to advertise on Google.com and to create ads that appear next to relevant search results on Google.

3. In late April or early May 2009, I learned that counsel for Soaring Helmet Corporation had sent a cease and desist letter to LeatherUp.com, demanding that it remove any reference to VEGA from sponsored listing advertisements on Google.

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4. As soon as I learned of the demand, I modified the LeatherUp.com online advertising so that VEGA did not appear in proximity to LeatherUp.com ads. Consequently, LeatherUp.com's advertisements do not appear as Sponsored links with VEGA or Vega Helmets or Vega with any other word combination. I believed that LeatherUp.com had complied with Soaring Helmet's demand.

5. However, two or three weeks later we again heard from Soaring Helmet's counsel who claimed that a LeatherUp.com ad appeared with a search for "VEGA." After that, in about August 2009, I modified the Google AdWords campaign of Leatherup so that our ads do not appear with a search for "VEGA." Our advertising settings have been modified so our advertisements do not appear when Vega is searched alone or together with some other word. We incorporated an instruction "not Vega." Again, I believed that LeatherUp.com had complied with Soaring Helmet's complaint.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

EXECUTED at Los Angeles, California, this 6th day of October, 2009.

A. BOOTESAZ.
ALBERT BOOTESAZ

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PROOF OF SERVICE

I am employed in the County of King, State of Washington. I am over the age of eighteen years and am not a party to the within action. My business address is Hendricks & Lewis PLLC, 901 Fifth Avenue, Suite 4100, Seattle, Washington 98164.

I hereby certify that on October 7, 2009, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the following CM/ECF participants:

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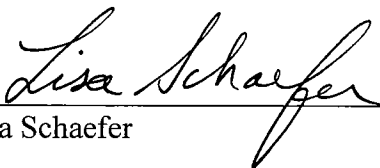
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Attorneys for Defendant Google Inc.

I declare under penalty of perjury under the laws of the State of Washington that the foregoing is true and correct.

Executed October 7, 2009, at Seattle, Washington.



Lisa Schaefer